

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ROYAL SLEEP PRODUCTS, INC., a Florida
Corporation,

Plaintiff,

vs.

RESTONIC CORPORATION, an Illinois
Corporation, RESTONIC MATTRESS
CORPORATION, an Illinois Corporation, SLEEP
ALLIANCE, LLC, a Delaware Limited Liability
Company, ROYAL BEDDING COMPANY OF
BUFFALO, a New York Corporation, JACKSON
MATTRESS CO. LLC, a North Carolina Limited
Liability Company, CONTINENTAL
SILVERLINE PRODUCTS L.P., a Texas Limited
Partnership, STEVENS MATTRESS
MANUFACTURING CO., a North Dakota
Corporation, TOM COMER, JR., an individual,
DREW ROBINS, an individual, and RICHARD
STEVENS, an individual,

Defendants.

Case No. 07 C 6588

Hon. Rebecca R. Pallmeyer

Magistrate Judge Valdez

**AFFIDAVIT OF RICHARD STEVENS ON BEHALF OF STEVENS MATTRESS
MANUFACTURING CO., A NORTH DAKOTA CORPORATION**

The undersigned, Richard Stevens, being duly sworn and under oath, hereby states the
following:

1. My name is Richard Stevens.
2. I am over the age of twenty-one (21) years, of sound mind, and am not under any
legal or other disability which would prevent me from making this Affidavit. I am fully
competent to testify as to the matters stated herein, and the following facts are within my
personal knowledge and are true and correct.
3. I am a citizen and resident of the state of North Dakota.
4. I am the President of Stevens Mattress Manufacturing Co., a North Dakota
corporation, and as President, am authorized to make this Affidavit on its behalf.

5. Stevens Mattress Manufacturing Co., a North Dakota corporation, is in the business of manufacturing mattresses and other bed products in North Dakota.

6. Stevens Mattress Manufacturing Co., a North Dakota corporation, is a corporation organized under the laws of the state of North Dakota. Its principal place of business is located in Grand Forks, North Dakota. It is not a publicly-traded company.

7. Stevens Mattress Manufacturing Co., a North Dakota corporation, is a shareholder but not a director in Restonic Corporation and Restonic Mattress Corporation.

8. Stevens Mattress Manufacturing Co., a North Dakota corporation, has not committed a tort, in whole or in part, in Illinois.

9. Stevens Mattress Manufacturing Co., a North Dakota corporation, has not recruited Illinois residents for employment.

10. Stevens Mattress Manufacturing Co., a North Dakota corporation, maintains no offices in Illinois, and has never maintained offices in Illinois.

11. Stevens Mattress Manufacturing Co., a North Dakota corporation, does not have a telephone, post office address or post office box in Illinois, and never has had any in that state.

12. Stevens Mattress Manufacturing Co., a North Dakota corporation, owns no property, has no bank accounts, and keeps no securities in Illinois, and has never done so.

13. Stevens Mattress Manufacturing Co., a North Dakota corporation, does not own or lease assets in Illinois, does not possess a certificate of authority from the Secretary of State of Illinois to transact business in Illinois, and has never owned or leased assets in Illinois, and has never had a certificate of authority from the Secretary of State of Illinois to transact business in that state.

14. Stevens Mattress Manufacturing Co., a North Dakota corporation, does not direct its advertising for sales of products to Illinois.

15. Stevens Mattress Manufacturing Co., a North Dakota corporation, has no employees residing in Illinois.

16. The corporate books and records of Stevens Mattress Manufacturing Co., a North Dakota corporation, are maintained separate from any other entity, including any parent or sister entity.

17. Stevens Mattress Manufacturing Co., a North Dakota corporation, does not file tax returns in the state of Illinois.

18. Stevens Mattress Manufacturing Co., a North Dakota corporation, does not have systematic and continuous contacts with the state of Illinois. If Stevens Mattress Manufacturing Co., a North Dakota corporation, has had any contact with any resident or business in Illinois, these contacts have been isolated and not related to the subject matter of the dispute.

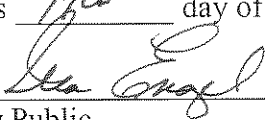
19. Stevens Mattress Manufacturing Co., a North Dakota corporation, has not authorized any parent or sister entity to act on its behalf as agent, and Stevens Mattress Manufacturing Co. does not act at the direction of and is not subject to the control of its parent or sister entities.

FURTHER THE AFFLIANT SAYETH NOT.



Richard Stevens

SUBSCRIBED AND SWORN to before
me this 17th day of March, 2008.



Notary Public

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